FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

11-19-1999

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RE 101203411 T

11-17-99

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [X] New
- [ ] Resubmission (Non-Recordation) Document ID #
- [ ] Correction of PTO Error Reel # Frame #
- [ ] Corrective Document Reel # Frame #

Conveyance Type

- [ ] Assignment
- [ ] License
- [X] Security Agreement
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- Effective Date Month Day Year
- [ ] Change of Name
- [ ] Other

Conveying Party

[ ] Mark if additional names of conveying parties attached

Name: ANDROS INCORPORATED

Execution Date Month Day Year: 11-10-99

Formerly:

[ ] Individual [ ] General Partnership [ ] Limited Partnership [X] Corporation [ ] Association

[ ] Other

[X] Citizenship/State of Incorporation/Organization: CALIFORNIA

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name: Paribas

DBA/AKA/TA:

Composed of:

Address (line 1): 101 California Street

Address (line 2): Suite 3150

Address (line 3): San Francisco (City) California (State/Country) 94111 (Zip Code)

[ ] Individual [ ] General Partnership [ ] Limited Partnership

[ ] Corporation [ ] Association

[ ] Other

[ ] If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. *(Designation must be a separate document from Assignment).*

[ ] Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

SF1:359677.1

Domestic Representative Name and Address

Enter for the First Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number (415) 263-7000

Name William P. Weintraub, Esq.

Address (line 1) Pachulski, Stang, Ziehl & Young P.C.

Address (line 2) 650 California Street, 15th Floor

Address (line 3)

Address (line 4) San Francisco, California 94108

ages

Enter the total number of pages of the attached conveyance document including any attachments. # 4

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
75/774,147					

Number of Properties

Enter the total number of properties involved. # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): $ 40.00

Method of Payment: Enclosed [X] Deposit Account [ ]

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes [ ] No [ ]

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

William P. Weintraub — Name of Person Signing

William P. Weintraub — Signature

11-10-99 — Date Signed

SF1:359677.1

SECURITY AGREEMENT ABSTRACT

This Security Agreement Abstract, made pursuant to a Trademark Security Agreement dated May 14, 1996, is presented for recordation in the United States Patent and Trademark Office and to provide constructive notice that **ANDROS INCORPORATED**, with principal offices at 2332 Fourth Street, Berkeley, CA 94710, the owner of the trademarks, trademark applications and registrations identified in the attached Exhibit A hereto (the "**Trademarks**"), has granted to **PARIBAS** (formerly known as Banque Paribas), with principal offices at 101 California Street, Suite 3150, San Francisco, CA 94111, as administrative agent for and representative of the financial institutions that are or may from time to time become a signatory or party to that certain Credit Agreement dated as of March 25, 1996, as amended by First Amendment to Credit Agreement dated as of June 14, 1996, Second Amendment to Credit Agreement and Limited Waiver dated as of March 31, 1997 and Third Amendment to Credit Agreement dated as of October 23, 1997 and as it may hereafter be amended, supplemented or otherwise modified from time to time, a security interest in the Trademarks and their appurtenant goodwill, and their registrations, applications and eventual registrations thereof, to secure payment of a debt.

In testimony whereof, Andros Incorporated has caused this instrument to be executed in its corporate name by its authorized representative this 10th day of November, 1999.

ANDROS INCORPORATED

By: [signature]
Name: Don Taylor
Title: VP & CFO

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SECURITY AGREEMENT ABSTRACT (ANDROS)

EXHIBIT A

U.S. TRADEMARK APPLICATIONS

TRADEMARK	DESCRIPTION	SERIAL NO.
ANDROS	Logo for "Andros" for use on, among other things, computer programs, manuals and hardware; namely processing boards, and gas analyzers	75/774,147